

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ILLINOIS

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name CLARE OAKS

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

DBA ASSISI HEALTHCARE CENTER AT CLARE OAKS; ASSISI HEALTHCARE

3. Debtor's federal Employer Identification Number (EIN) 01-0729134

4. Debtor's address Principal place of business

825 Carillon Drive
Bartlett, IL 60103

Number, Street, City, State & ZIP Code

Cook
County

Mailing address, if different from principal place of business

825 Carillon Drive
Bartlett, IL 60103

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.clareoaks.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor **CLARE OAKS**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☒ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☐ None of the above

B. Check all that apply

- ☒ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
 See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

6231

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☐ No.
☒ Yes.

If more than 2 cases, attach a separate list.

District **Northern District of IL** When **12/05/11** Case number **11-408903**
 District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____
 District _____ When _____ Case number, if known _____

Debtor **CLARE OAKS**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---------------------------------------------|----------------------------------------|--------------------------------------------|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--------------------------------------------------|-----------------------------------------------------------------|----------------------------------------------------------|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input checked="" type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **CLARE OAKS**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 11, 2019**
MM / DD / YYYY

X /s/ Jeannene Walker

Signature of authorized representative of debtor

Jeannene Walker

Printed name

Title **Chief Executive Officer**

18. Signature of attorney

X /s/ Jean Soh

Signature of attorney for debtor

Date **June 11, 2019**

MM / DD / YYYY

Jean Soh

Printed name

Polsinelli PC

Firm name

**150 N. Riverside Plaza,
Suite 3000
Chicago, IL 60606**

Number, Street, City, State & ZIP Code

Contact phone **310-556-1801**

Email address **jsoh@polsinelli.com**

6285187 IL

Bar number and State

RESOLUTION OF THE BOARD OF DIRECTORS OF CLARE OAKS

June 7, 2019

The undersigned, being the Secretary of the Board of Directors ("Board") of Clare Oaks, an Illinois not for profit corporation (the "Corporation"), certifies that at a telephonic board meeting held on June 7, 2019 pursuant to the Corporation's Bylaws (as amended October 11, 2014) that a quorum of the Board voted unanimously that the following resolutions be adopted and filed with the Corporation's official minutes. The quorum consisted of the four Class A directors who were in attendance and the two Class B directors who were in attendance:

A. Chapter 11 Filing

WHEREAS, the Board has considered presentations by management and the financial and legal advisors of the Corporation regarding the liabilities and liquidity situation of the Corporation, the strategic alternatives available to it and the effect of the foregoing on the Corporation's business; and

WHEREAS, the Board has had the opportunity to consult with the management and the financial and legal advisors of the Corporation and fully consider each of the strategic alternatives available to the Corporation.

NOW, THEREFORE, IT IS

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Corporation, its creditors, and other parties in interest, that the Corporation shall be and hereby is authorized to file or cause to be filed a voluntary petition for relief for the Corporation (the "Chapter 11 Case") under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in a court of proper jurisdiction (the "Bankruptcy Court"); and it is further

RESOLVED, that the Chief Executive Officer (the "Authorized Officer") is authorized, empowered and directed to execute and file on behalf of the Corporation all petitions, schedules, lists and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Corporation's business; and it is further

RESOLVED, that the Authorized Officer is authorized, empowered and directed to certify the authenticity of these resolutions.

B. Retention of Professionals

IT IS FURTHER RESOLVED, that the Authorized Officer is authorized and directed to employ the law firm of POLSINELLI PC as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be

filed an appropriate application for authority to retain the services of POLSINELLI PC; and it is further

RESOLVED, that the Authorized Officer is authorized and directed to employ the firm of STRETTO LLC as notice, claims, and balloting agent and as administrative advisor to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations; and in connection therewith, the Authorized Officers is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of STRETTO LLC; and it is further

RESOLVED, that the Authorized Officer is authorized and directed to employ the firm of SOLIC CAPITAL ADVISORS, LLC ("SOLIC") as financial advisor to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations; and in connection therewith, the Authorized Officers is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of SOLIC; and it is further

RESOLVED, that the Authorized Officer is authorized and directed to employ any other professionals to assist the Corporation in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officer, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary; and it is further

RESOLVED, that the Authorized Officer is, with power of delegation, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that the Authorized Officer deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

C. General

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer (and their designees and delegates) is authorized and empowered, in the name of and on behalf of the Corporation, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such officer's or officer's judgment, shall be necessary, advisable or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and it is further

RESOLVED, that all members of the Board of the Corporation have received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing

resolutions, as may be required by the organizational documents of the Corporation, or hereby waive any right to have received such notice; and it is further

RESOLVED, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Corporation, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Corporation with the same force and effect as if each such act, transaction, agreement or certificate has been specifically authorized in advance by resolution of the Board; and it is further

RESOLVED, that the Authorized Officer (and its designees and delegates) is authorized and empowered to take all actions or to not take any action in the name of the Corporation with respect to the transactions contemplated by these resolutions hereunder, as such Authorized Officer shall deem necessary or desirable in such Authorized Officer's reasonable business judgment as may be necessary or appropriate to effectuate the purposes of the transactions contemplated herein.

I, Michael D. Hovde, Jr., certify that I am the duly appointed Secretary of Clare Oaks and that the above resolutions were adopted by the Board and that such resolutions are in full force and effect.

IN WITNESS THEREOF, I certify by my hand and the seal of the Corporation that this is a true and correct copy.



Secretary

United States Bankruptcy Court
Northern District of Illinois

In re CLARE OAKS

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
------------------------------------------------------------	----------------	----------------------	------------------

None-

Debtor Tax Exempt Entity
(26 U.S.C. Sec. 501)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, Jeannene Walker the **Chief Executive Officer** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date June 11, 2019

Signature /s/ Jeannene Walker
Jeannene Walker

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

Form G-2

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS

IN RE:
Clare Oaks

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)
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Case No.

Chapter 11 ☐

Debtor(s)

Certification of Relatedness

The undersigned attorney certifies that:

1. _____ cases are being filed under Chapter 11 ☐ that are related to each other, related to case(s) now pending, or both.
2. The cases are related because:
☐ the debtors are husband and wife; or
☒ the debtor was a debtor in a previous case under Chapter 11; or
☐ the cases involve persons or entities that are affiliates as defined in §101(2) of the Bankruptcy Code.

3. List of related bankruptcy case number(s) and case name(s):

Case No. 11-48903, In re Clare Oaks

Date of certification: June 11, 2019 Attorney's Signature: /s/ Jean Soh

This form must be filed in each related Bankruptcy Case

Fill in this information to identify the case:

Debtor name **CLARE OAKS**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ILLINOIS**
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Acres Enterprises Inc. 610 W. Liberty Street Wauconda, IL 60084		Trade				\$7,000.00
Allpoints, Inc. 909 Lunt Ave Schaumburg, IL 60193	Tim Gerhardt Tgerhardt@allpts.net	Trade				\$125,027.23
Ambit Energy Attn: Treasury Department 1801 N. Lamar, Suite 600 Dallas, TX 75202	Patty Castaneda (877) 455-7575	Trade				\$23,000.00
AT&T PO Box 5019 Carol Stream, IL 60197-5019	(800) 358-1111	Trade				\$5,200.00
Blue Cross Blue Shield of Illinois ER Payment 300 E. Randolph St. Chicago, IL 60601		Trade				\$30,000.00
Comcast Cable PO Box 3001 Southeastern, PA 19398-3001	(800) 391-3000	Trade				\$9,710.93
ComEd PO Box 6111 Carol Stream, IL 60197-6111	(877) 426-6331	Trade				\$18,000.00
First Midwest Bank 2801 West Jefferson Street Joliet, IL 60435	Kelly Troha Kelly.Troha@Firstmidwest.com (708) 831-7640	Trade				\$13,662.90

Debtor **CLARE OAKS**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
HD Supply Facilities Maintenance P.O. Box 509058 San Diego, CA 92150-9058	(800) 798-8888	Trade				\$6,006.14
Industrial Door Company 1555 Landmeier Rd. Elk Grove Village, IL 60007	(847) 574-8303	Trade				\$34,850.00
McKesson Medical-Surgical Inc. PO Box 630693 Cincinnati, OH 45263-0693	(763) 398-8736	Trade				\$12,593.32
Medline Industries, Inc. Dept CH 14400 Palatine, IL 60055-4400	Melanie - Taylor South (sales) (800) 388-2147	Trade				\$7,474.36
Omnicare, Inc. Dept 781668 PO Box 78000 Detroit, MI 48278-1668	(800) 407-2396-Ext 5302	Trade-EF Refund				\$62,985.82
Rehab Care Group, Inc. SRS Division PO Box 503543 Saint Louis, MO 63150-3534	(314) 863-0769	Trade				\$148,503.57
Schindler Elevator Corporation PO Box 93050 Chicago, IL 60673-3050	Mary Parris mary.parris@us.schindler.com (630) 478-7177	Trade				\$5,738.11
State of IL Healthcare & Family Services, HFS/Bureau of Fiscal Op. PO Box 19491 Springfield, IL 62794		Trade				\$22,890.00
Sycso Food Services-Chicago, Inc. PO Box 5037 Des Plaines, IL 60017-5037	Debbie A. Frcek 024 (877) 246-9379	Trade				\$43,143.43

Debtor **CLARE OAKS**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Vanguard Energy Services, LLC 29120 Network Place Chicago, IL 60673-1291	(630) 955-1500	Trade				\$10,000.00
Village of Barlett PO Box 581 Streamwood, IL 60107-0581	(630) 837-7168	Trade				\$15,000.00
Warehouse Direct 2001 S. Mount Prospect Road Des Plaines, IL 60018		Trade				\$5,565.57

Fill in this information to identify the case:

Debtor name CLARE OAKS

United States Bankruptcy Court for the: NORTHERN DISTRICT OF ILLINOIS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☒ Other document that requires a declaration

Board Resolution
Certificate of Relatedness

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 11, 2019

X /s/ Jeannene Walker

Signature of individual signing on behalf of debtor

Jeannene Walker

Printed name

Chief Executive Officer

Position or relationship to debtor